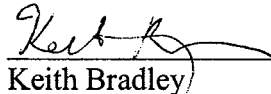


No. 11 CV 00733 (WHP)

DATED: New York, New York
January 11, 2012

Respectfully submitted,


Keith Bradley

WILMER CUTLER PICKERING HALE AND DORR LLP
399 Park Avenue
New York, NY 10022
(212) 230-8800
keith.bradley@wilmerhale.com

*COUNSEL FOR CANTOR FITZGERALD & CO.,
COWEN AND COMPANY, LLC,
DAIWA CAPITAL MARKETS AMERICA INC.,
DEUTSCHE BANK SECURITIES INC.,
GLEACHER & COMPANY SECURITIES, INC.,
GOLDMAN, SACHS & CO.,
ICBC INTERNATIONAL SECURITIES LIMITED,
KEEFE, BRUYETTE & WOODS, INC.,
KEYBANC CAPITAL MARKETS INC.,
MACQUARIE CAPITAL (USA) INC.,
MERRILL LYNCH, PIERCE, FENNER AND
SMITH INCORPORATED,
MIZUHO SECURITIES USA INC.,
MORGAN STANLEY & CO. LLC,
NATIONAL AUSTRALIA BANK LIMITED,
RBS SECURITIES INC.,
SAMSUNG SECURITIES CO., LTD.,
SAMUEL A. RAMIREZ & CO., INC.,
SANFORD C. BERNSTEIN & CO., LLC,
SANTANDER INVESTMENT SECURITIES INC.,
SG AMERICAS SECURITIES, LLC,
SOUTHWEST SECURITIES, INC.,
STIFEL, NICOLAUS & COMPANY, INC.,
SUNTRUST ROBINSON HUMPHREY, INC.
UBS SECURITIES LLC
UNICREDIT CAPITAL MARKETS, INC., AND
WELLS FARGO SECURITIES, LLC*

Incorporated, UniCredit Capital Markets, Inc., Wells Fargo Securities, LLC, Sanford C. Bernstein & Co., LLC, Macquarie Capital (USA) Inc., RBS Securities, Inc., Samuel A. Ramirez & Co., Inc., Southwest Securities Inc., ICBC International Securities Limited and SunTrust Robinson Humphrey, Inc. (collectively, "the Underwriter Defendants"), in this action. I make this statement based on my personal knowledge of the facts set forth herein and in support of the motion to admit Jeffrey B. Rudman as counsel *pro hac vice* to represent the Underwriter Defendants in this matter.

2. I am a member in good standing of the bar of the State of New York. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.

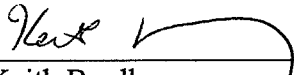
3. Mr. Rudman is a partner at Wilmer Hale.

4. Mr. Rudman is, in my judgment, a skilled attorney and a person of integrity. He is fully familiar with Federal practice and the Federal Rules of Civil Procedure.

5. Accordingly, I move for the admission of Jeffrey B. Rudman *pro hac vice*. A proposed order granting the admission of Jeffrey B. Rudman *pro hac vice* is attached hereto.

WHEREFORE it is respectfully requested that this Court grant the motion to admit Jeffrey B. Rudman *pro hac vice* to represent the Underwriter Defendants in the above-captioned matter.

DATED: New York, New York
January 11, 2012



Keith Bradley
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399 Park Avenue
New York, NY 10022

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SUNTRUST ROBINSON HUMPHREY, INC.
UBS SECURITIES LLC
UNICREDIT CAPITAL MARKETS, INC., AND
WELLS FARGO SECURITIES, LLC*

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

PENNSYLVANIA PUBLIC SCHOOL
EMPLOYEES' RETIREMENT SYSTEM,
Individually and on Behalf
of All Those Similarly Situated,

Plaintiff,

v.

BANK OF AMERICA CORPORATION et al.,

Defendants.

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: No. 11 CV 00733 (WHP)
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DECLARATION OF KEITH BRADLEY IN SUPPORT OF MOTION TO ADMIT
COUNSEL *PRO HAC VICE*

I, Keith Bradley, declare under penalty of perjury, as follows:

1. I am an associate at the law firm of Wilmer Cutler Pickering Hale and Dorr LLP ("Wilmer Hale"), counsel for Defendants Merrill Lynch, Pierce, Fenner & Smith Incorporated, UBS Securities LLC, Cantor Fitzgerald & Co., Deutsche Bank Securities Inc., Goldman, Sachs & Co., Keefe, Bruyette & Woods, Inc., Mizuho Securities USA Inc., Cowen and Company, LLC, Daiwa Capital Markets America Inc.¹, National Australia Bank Limited, Gleacher & Company Securities, Inc.², Key Banc Capital Markets Inc., Morgan Stanley & Co. LLC³, SG Americas Securities, LLC, Santander Investment Securities Inc., Stifel, Nicolaus & Company,

¹ Formerly known as Daiwa Securities America Inc.

² Formerly known as Broadpoint Capital, Inc.

³ Formerly known as Morgan Stanley & Co. Incorporated)

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

PENNSYLVANIA PUBLIC SCHOOL
EMPLOYEES' RETIREMENT SYSTEM,
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Plaintiff,

v.

BANK OF AMERICA CORPORATION et al.,

Defendants.

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ORDER FOR ADMISSION *PRO HAC VICE* ON WRITTEN MOTION

Upon the motion of Keith Bradley, counsel for Defendants Merrill Lynch, Pierce, Fenner & Smith Incorporated, UBS Securities LLC, Cantor Fitzgerald & Co., Deutsche Bank Securities Inc., Goldman, Sachs & Co., Keefe, Bruyette & Woods, Inc., Mizuho Securities USA Inc., Cowen and Company, LLC, Daiwa Capital Markets America Inc.¹, National Australia Bank Limited, Gleacher & Company Securities, Inc.², Key Banc Capital Markets Inc., Morgan Stanley & Co. LLC³, SG Americas Securities, LLC, Santander Investment Securities Inc., Stifel, Nicolaus & Company, Incorporated, UniCredit Capital Markets, Inc., Wells Fargo Securities, LLC, Sanford C. Bernstein & Co., LLC, Macquarie Capital (USA) Inc., RBS Securities, Inc., Samuel A. Ramirez & Co., Inc., Southwest Securities Inc., ICBC International Securities Limited and SunTrust Robinson Humphrey, Inc. (collectively, "the Underwriter Defendants"),

¹ Formerly known as Daiwa Securities America Inc.

² Formerly known as Broadpoint Capital, Inc.

³ Formerly known as Morgan Stanley & Co. Incorporated)

and the sponsor attorney's declaration in support,

IT IS HEREBY ORDERED that

Applicant Name: Jeffrey B. Rudman
Firm Name: Wilmer Cutler Pickering Hale and Dorr LLP
Address: 60 State Street
City/State: Boston, MA 02109
Phone No.: (617) 526-6000
Fax No.: (617) 526-5000
Email: Jeffrey.Rudman@wilmerhale.com

is admitted to practice *pro hac vice* as counsel for in the above-captioned case in the United States District Court for the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. Counsel shall immediately apply for an ECF password at http://nysd.uscourts.gov/ecf_registration.php. Counsel shall forward the *pro hac vice* fee to the Clerk of the Court.

DATED: _____

The Honorable William H. Pauley, III
United States District Judge

CERTIFICATE OF SERVICE

I hereby certify that on the 11th day of January, 2012, a copy of the foregoing Motion to Admit Counsel *Pro Hac Vice* was filed with the Clerk of the Court. The foregoing was also served on counsel, indicated below, by placing the same in First Class Mail, addressed as follows:

A. Arnold Gershon

Barrack, Rodos & Bacine(NYC)
425 Park Avenue, Suite 3100
New York, NY 10022
(212)688-0782
Fax: (212)688-0783
Email: agershon@barrack.com
Counsel for Plaintiff

Jeffrey Alan Barrack

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Counsel for Plaintiff

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Fax: (215) 963-0838
Email: mrosen@barrack.com
Pro Hac Vice
Counsel for Plaintiff



Christopher W. Carrion

COMMONWEALTH OF MASSACHUSETTS

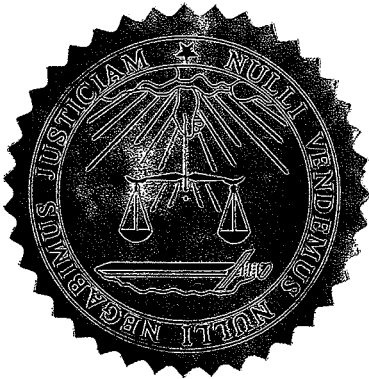
SUFFOLK, SS.

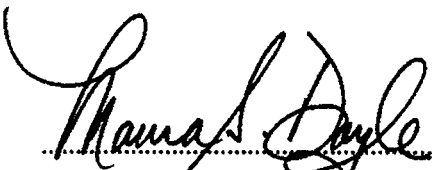
BE IT REMEMBERED, that at the Supreme Judicial Court holden at Boston within and for said County of Suffolk, on the nineteenth day of December A.D. 1975, said Court being the highest Court of Record in said Commonwealth:

Jeffrey B. Rudman

being found duly qualified in that behalf, and having taken and subscribed the oaths required by law, was admitted to practice as an Attorney, and, by virtue thereof, as a Counsellor at Law, in any of the Courts of the said Commonwealth: that said Attorney is at present a member of the Bar, and is in good standing according to the records of this Court*.

In testimony whereof, I have hereunto set my hand and affixed the seal of said Court, this twenty-eighth day of December in the year of our Lord two thousand and eleven.




MAURA S. DOYLE, Clerk

* Records of private discipline, if any, such as a private reprimand imposed by the Board of Bar Overseers or by any court, are not covered by this certification.